

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)
) Chapter 11
)
DURA AUTOMOTIVE SYSTEMS, LLC, <i>et al.</i> ¹) Case No. 19-12378 (KBO)
)
Debtors.) (Jointly Administered)
)

**AMENDED² NOTICE OF AGENDA OF MATTERS SCHEDULED FOR
TELEPHONIC SALE HEARING ON MAY 12, 2020 AT 1:00 P.M. (ET)³**

As provided in the *Letter from the Court regarding Protocol for May 12, 2020 Hearing Presentation of Evidence* [Docket No. 951], this hearing will be held by video and telephonically. Please review the letter for full details regarding hearing participation.

All parties wishing to appear must do so telephonically by contacting COURTCALL, LLC at 866-582-6878.

Additionally, all parties that will be arguing or testifying should also appear by video using the Zoom meeting information that will be provided by the Court. Any attorney desiring to participate by Zoom must notify the courtroom deputy, Ms. Marquietta Lopez, at marquietta_lopez@deb.uscourts.gov, by 10:00 a.m. (ET) on Monday, May 11. The Court has requested that Zoom participation be limited, and that attorneys who do not anticipate addressing the Court or examining witnesses do not request Zoom participation.

PLEASE NOTE THAT THE MICROPHONES ON THE ZOOM MEETING WILL BE MUTED AND THE ONLY AUDIO WILL BE THROUGH COURTCALL.

¹ The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity's federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693). Dura Automotive Systems, LLC's service address is: 1780 Pond Run, Auburn Hills, Michigan 48326.

² **Amended items appear in bold.**

³ Please note that the hearing **will be held telephonically** before the Honorable Karen B. Owens of the United States Bankruptcy Court for the District of Delaware. Any person who wishes to attend must contact COURTCALL, LLC at 866-582-6878 no later than 12:00 p.m. (ET) one business day prior to the hearing. Chambers must be contacted regarding any late requests for telephonic appearances.

I. MATTER GOING FORWARD

1. **Sale Motion.** Debtors' Motion For Entry Of An Order (I) Authorizing The Debtors To Perform Obligations Related To The Stalking Horse Bid, (II) Approving Bidding Procedures With Respect To Substantially All Assets, (III) Approving Contract Assumption And Assignment Procedures, (IV) Scheduling Bid Deadlines, An Auction, And The Hearings And Objection Deadlines Related Thereto, And (V) Approving The Form And Manner Of Notice Thereof [Date Filed: 10/23/19; Docket No. [154](#)].

Objection Deadline: May 7, 2020 at 4:00 p.m. (ET); extended to May 8, 2020 at 4:00 p.m. for the Official Committee of Unsecured Creditors, the Zohar Lenders, and Ankura, in its capacity as the term loan agent only.

Deadline for Replies or Statements in Support of Sales: May 10, 2020 at 10:00 a.m.

Responses Received:

- A. Limited Objection of Express Scripts, Inc. to Debtors' Notice of Contract Parties to Potentially Assume Executory Contract and Unexpired Leases [Date Filed: 1/3/20; Docket No. [529](#)].
- B. Objection of Dassault Systemes Americas Corp. to Debtors' Potential Assumption and Assignment of License Agreements [Date Filed: 1/7/20; Docket No. [542](#)].
- C. Limited Objection to Proposed Assignment [Date Filed: 1/7/20; Docket No. [548](#)].
- D. Statement and Reservation of Toyota Motor Engineering & Manufacturing North America, Inc. in Connection with the Debtors' Proposed Sale Process [Date Filed: 1/7/20; Docket No. [547](#)].
- E. Oracle's Rights Reservation Regarding Motion for Entry of An Order Authorizing the Sale of Substantially all Assets and Approving the Assumption and Assignment of Certain Executory Contracts and Leases ("Rights Reservation") [Date Filed: 3/18/20; Docket No. [769](#)].
- F. Limited Objection and Reservation of Rights of Eastern Sintered Alloys, Inc to Supplemental Notice of Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 3/18/20; Docket No. [783](#)].

- G. Reservation of Rights of the Patriarch Parties with Regards to the Debtors Supplemental Notice to Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 3/20/20; Docket No. [789](#)].
- H. Objection of Pilkington North America, Inc. to Cure Costs and Proposed Assumption of Contract [Date Filed: 3/24/20; Docket No. [809](#)].
- I. Objection and Reservation of Rights to Supplemental Notice to Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 3/31/20; Docket No. [828](#)].
- J. Objection of C.H. Robinson Worldwide, Inc. to Proposed Cure Amount [Date Filed: 4/2/20; Docket No. [833](#)].
- K. Nissan Motor Acceptance Corporation's Limited Objection and Reservation of Rights with Respect to Proposed Cure Amount Set Forth in the Supplemental Notice to Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 4/3/20; Docket No. [835](#)].
- L. Limited Objection and Reservation of Rights of Wald, LLC to Supplemental Notice of Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 4/6/20; Docket No. [836](#)].
- M. Nissan Motor Acceptance Corporation's Amended Limited Objection and Reservation of Rights with Respect to Proposed Cure Amount Set Forth in the Supplemental Notice to Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 4/6/20; Docket No. [837](#)].
- N. Dajaco Industries Inc.'s Objection to Proposed Cure Costs as Stated in the Supplemental Notice to Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Dated filed: 4/10/20; Docket No. [855](#)].
- O. Objection of Constellation NewEnergy, Inc. and Constellation NewEnergy Gas Division, LLC to the Supplemental Notice to Confidential Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date filed: 4/13/20; Docket No. [865](#)].
- P. Objection of the Chubb Companies With Respect to the (I) Supplemental Notice to Confidential Contract Parties to Potentially

Assumed Executory Contracts and Unexpired Leases, and (II) Sale Transaction [Date filed: 4/20/20; Docket No. [899](#)].

- Q. Protective Objection and Reservation of Rights of Toyota Motor Engineering & Manufacturing North America, Inc. in Connection With the Debtors' Proposed Sale of North American Operations [Date Filed: 5/7/20; Docket No. [960](#)].
- R. Oracle's Supplemental Rights Reservation Regarding Motion For Entry of an Order Authorizing the Sale of Substantially All Assets and Approving the Assumption and Assignment of Certain Executory Contracts and Leases [Date Filed: 5/7/20; Docket No. [961](#)].
- S. Pension Benefit Guaranty Corporation's Objection to the Debtors' Sale and Proposed Sale Orders [Date Filed: 5/7/20; Docket No. [963](#)].
- T. Patriarch's Limited Statement and Reservation of Rights Regarding the Hearing to Approve the Sales of Substantially All of the Debtors' Assets [Date Filed: 5/7/20; Docket No. [965](#)].
- U. The United States Trustee's Reservation of Right in Connection with Debtors' Proposed Sale of Assets [Date Filed: 5/7/20; Docket No. [966](#)].
- V. **Limited Objection and Reservation of Rights of the Official Committee of Unsecured Creditors to the Proposed Sale of Substantially All of the Debtors Assets [Date Filed: 5/8/20; Docket No. [970](#)].**
- W. **[SEALED] Zohar Lenders' Reservation of Rights Regarding Debtors' Entry Into Sale Agreements [Date Filed: 5/8/20; Docket No. [972](#)].**
- X. **Reservation of Rights of Ankura Trust Company, LLC, as the Prepetition Term Loan Agent, With Respect to the Entry of the Proposed Sale Orders [Date Filed: 5/8/20; Docket No. [973](#)].**
- Y. **Limited Objection and Reservation of Rights of QAD Inc. to Debtors' Proposed Sales of Substantially All of the Debtors' Assets [[Date Filed: 5/8/20; Docket No. [974](#)].**
- Z. **[SEALED] Response Statement of the Official Committee of Unsecured Creditors Concerning Proposed Sales On Basis of Patriarch Issues [Date Filed: 5/8/20; Docket No. [976](#)].**

- AA. **Statement of Certain Ad Hoc Customer Group OEMs In Support Of The Debtors' Proposed Sales Of Assets [Date Filed: 5/10/20; Docket No. [981](#)].**
- BB. **Debtors' Reply in Support of the Proposed European Transaction and North American Transaction [Date Filed: 5/10/20; Docket No. [982](#)].**

Related Documents:

- A. Notice of Debtors' Motion for Approval of Bidding Procedures [Date Filed: 11/8/19; Docket No. [273](#)].
- B. Declaration of Richard W. Morgner in Support of the Debtors' Bidding Procedures Motion [Date Filed: 11/14/19; Docket No. [304](#)].
- C. Debtors' Statement Regarding Motions Set for Hearing on November 18, 2019 [Date Filed: 11/15/19; Docket No. [319](#)].
- D. Certification of Counsel Regarding Debtors' Motion for Entry of an Order (I) Approving the Debtors to Perform Obligations Related to the Stalking Horse Bid, (II) Approving Bidding Procedures With Respect to Substantially All Assets, (III) Approving Contract Assumption and Assignment Procedures, (IV) Scheduling Bid Deadlines, An Auction, and the Hearings and Objection Deadlines Related Thereto, and (V) Approving the Form and Manner of Notice Thereof [Date Filed: 11/18/19; Docket No. [328](#)].
- E. Order (I) Approving Bidding Procedures With Respect to Substantially All Assets, (II) Approving Contract Assumption and Assignment Procedures, (III) Scheduling Bid Deadlines, An Auction, and the Hearings and Objection Deadlines Related Thereto, and (IV) Approving the Form and Manner of Notice Thereof [Date Filed: 11/19/19; Docket No. [339](#)].
- F. Final Order (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection to the Prepetition Lenders, and (V) Modifying the Automatic Stay [Date Filed: 11/19/19; Docket No. [340](#)].
- G. Affidavit of Publication [Date Filed: 12/3/19; Docket No. [398](#)].

- H. Notice to Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 12/10/19; Docket No. [407](#)].
- I. Agreed Order Extending Sale, Plan and Challenge Timelines [Date Filed: 1/2/20; Docket No. [514](#)].
- J. Certification of Counsel Regarding Amended Agreed Order Extending Sale Timelines [Date Filed: 2/27/20; Docket No. [715](#)].
- K. Amended Agreed Order Extending Sale Timelines [Date Filed: 2/28/20; Docket No. [722](#)].
- L. Notice of Filing of Proposed Form of Order (I) Approving the Successful Bidder's Asset Purchase Agreement, (II) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, and (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases [Date Filed: 3/2/20; Docket No. [737](#)].
- M. [SEALED] Notice to Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 3/6/20; Docket No. [746](#)].
- N. [REDACTED] Notice to Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases [Date Filed: 3/6/20; Docket No. [748](#)].
- O. Notice of Adjournment of Debtors' Disclosure Statement Motion and Sale Hearing [Date Filed: 3/18/20; Docket No. [772](#)].
- P. Notice of Adjournment of Debtors' Disclosure Statement Motion and Sale Hearing [Date Filed: 3/30/20; Docket No. [821](#)].
- Q. Notice of Debtors' Entry Into Stock and Asset Purchase Agreement for Sale of Debtors' European Business [Date Filed: 4/17/20; Docket No. [894](#)]
- R. Notice of Debtors' Entry Into Stock and Asset Purchase Agreement for Sale of Debtors' North American Business [Date Filed: 4/30/20; Docket No. [931](#)].
- S. Notice of (I) Cancellation of Auction and (II) Filing of Proposed Sale Orders [Date Filed: 5/2/20; Docket No. [940](#)].

- T. Certification of Counsel Regarding Proposed Order Granting Debtors' Motion for Entry of an Order Setting a Revised Sale Schedule [Date Filed: 5/4/20; Docket No. [945](#)].
- U. Notice of Notice of Hearing to Approve the Sales of Substantially All of the Debtors' Assets [Date Filed: 5/5/20; Docket No. [949](#)].
- V. Order Setting a Revised Sale Schedule [Date Filed: 5/5/20; Docket No. [950](#)].
- W. Notice of Filing of Schedules to the Purchase Agreements [Date Filed: 5/7/20; Docket No. [954](#)].
- X. **Declaration of Richard W. Morgner in Support of the Proposed European Transaction and the North American Transaction [Date Filed: 5/9/20; Docket No. [977](#)]**
- Y. **Declaration of James E. Riedy, Executive Vice President and Chief Financial Officer of Dura Automotive Systems, LLC, in Support of Proposed European Transaction and North American Transaction [Date Filed: 5/9/20; Docket No. [978](#)]**
- Z. **Declaration of Mark Berger, Managing Director of Portage Point Partners, LLC, in Support of Proposed European Transaction and North American Transaction [Date Filed: 5/9/20; Docket No. [979](#)]**
- AA. **Declaration of Jill Frizzley, Independent Manager of Dura Automotive Systems, LLC and Dura Operating, LLC, in Support of the Proposed European Transaction and the North American Transaction [Date Filed: 5/9/20; Docket No. [980](#)]**
- BB. **Debtors' Witness and Exhibit List for May 12, 2020 Hearing [Date Filed: 5/10/20; Docket No. [983](#)].**

Status: This matter is going forward with respect to the approval of the purchase agreements filed at Docket Nos. 894 and 931, **with respect to the objections or reservations of rights filed by Chubb, Toyota, the United States Trustee, the Pension Benefit Guaranty Corporation, Patriarch, the Official Committee of Unsecured Creditors, the Zohar Lenders, and Ankura.** Objections to assumption and assignment, including with respect to cure amounts are adjourned to a date to be determined. The Debtors intend to call live witnesses at the hearing on this matter.

Dated: May 11, 2020
Wilmington, Delaware

BAYARD, P.A.

/s/ Daniel N. Brogan

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